

KLEINBERG, KAPLAN, WOLFF &
COHEN, P.C.
Matthew J. Gold
Robert M. Tuchman
500 Fifth Avenue
New York, New York 10110
Tel: (212) 986-6000

Counsel to the State of Washington

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
PURDUE PHARMA L.P., et al.,	:	Case No. 19-23649 (SHL)
	:	(Jointly Administered)
Debtors.	:	
	:	
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**FIFTEENTH MONTHLY FEE STATEMENT OF
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C. AS COUNSEL TO
THE STATE OF WASHINGTON FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE PERIOD OF APRIL 1, 2023 THROUGH APRIL 30, 2023**

Name of Applicant:	Kleinberg, Kaplan, Wolff & Cohen, P.C.
Provided Professional Services to:	The State of Washington
Date of Order Approving Debtors' Payment of Fees and Expenses of Applicant:	March 10, 2022 [Docket No. 4503]
Period for which compensation and reimbursement are sought:	April 1, 2023 through April 30, 2023
Amount of Compensation sought as actual, reasonable, and necessary:	\$33,546.00
Current Fee Request	\$26,836.80 (80% of \$33,546.00)
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$71.80
Amount of Compensation and Expenses sought as allowed under the Interim Compensation Order	\$26,908.60
Total Fees and Expenses Inclusive of Holdback	\$33,617.80
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to the *Order Pursuant to 11 U.S.C. §§ 105 and 363(b) Authorizing and Approving Settlement Term Sheet* [Docket No. 4503] (the “Term Sheet Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “Interim Compensation Order”), Kleinberg, Kaplan, Wolff & Cohen, P.C. (“Kleinberg Kaplan”), counsel to the State of Washington in the above-captioned case, and in a related adversary proceeding and appeals, hereby submits this Fifteenth Monthly Fee Statement (the “Fee Statement”) for the period of April 1, 2023 through and including April 30, 2023 (the “Statement Period”).

Itemization of Services Rendered and Disbursements Incurred

Annexed hereto as **Exhibit A** is a chart of the aggregate number of hours expended and fees incurred by professionals and paraprofessionals during the Statement Period, with respect to each of the billing categories. As reflected in Exhibit A, Kleinberg Kaplan incurred \$33,546.00 in fees during the Statement Period. Pursuant to this Fee Statement, Kleinberg Kaplan seeks reimbursement for 80% of such fees, totaling \$26,836.80.

Annexed hereto as **Exhibit B** is a chart of Kleinberg Kaplan's professionals and paraprofessionals, including standard hourly rate for each attorney and paraprofessional who rendered services to the State of Washington and others listed above in connection with these Chapter 11 cases during the Statement Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. A copy of the computer-generated time entries of Kleinberg Kaplan reflecting all time recorded, organized in the billing categories requested by the State of Washington is attached hereto as **Exhibit D**.

Attached hereto as **Exhibit C** is a chart of necessary and out-of-pocket expenses incurred by Kleinberg Kaplan in the amount of \$71.80 in connection with providing professional services prior to and during the Statement Period.

Notice

Kleinberg Kaplan will provide notice of the Fee Statement in accordance with the Interim Compensation Order.

Pursuant to the Interim Compensation Order, any party objecting to the payment of interim compensation and reimbursement of expenses as requested shall, within 14 days of service of the Fee Statement, serve via email, to Kleinberg Kaplan and to the notice parties designated in the Interim Compensation Order, a written notice setting forth the precise nature of the objection and the amount at issue.

If an objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay Kleinberg Kaplan an amount equal to 80% of the fees and 100% of the expenses that are not subject to an objection. Any objection must set forth the precise nature of the objection and the amount at issue; it shall not be sufficient to simply object to all fees and expenses.

Dated: May 22, 2023

Respectfully submitted,

KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.

By: /s/ Matthew J. Gold
Matthew J. Gold
Robert M. Tuchman

500 Fifth Avenue
New York, New York 10110
Tel: (212) 986-6000
Fax: (212) 986-8866
E-mail: mgold@kkwc.com
rtuchman@kkwc.com

Attorneys for the State of Washington

CERTIFICATE OF SERVICE

I, Caroline James, hereby certify that, on May 22, 2023 I caused true and correct copies of the foregoing document to be served by email upon those names below:

- Jon Lowne, Perdue Pharma: jon.lowne@pharma.com
- Christopher Robertson, Davis Polk & Wardwell LLP: Christopher.robertson@davidpolk.com
- Dylan Consla, Davis Polk & Wardwell LLP: dylan.consla@davispolk.com
- Sara Lynne Brauner, Akin Gump Strauss Hauer & Feld LLP: sbrauner@akingump.com
- Arik Preis, Akin Gump Strauss Hauer & Feld LLP: apreis@akingump.com
- Daniel Brogan, Bayard, P.A.: dbrogan@bayardlaw.com
- Paul Schwartzberg, Office of the United States Trustee for the Southern District of New York: paul.schwartzberg@usdoj.gov

/s/ Caroline James

Caroline James

EXHIBIT A
SERVICES RENDERED BY
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.
COMMENCING APRIL 1, 2023 THROUGH APRIL 30, 2023

Summary of Fees Task Code

Billing Category	Total Hours	Total Fees
001 Purdue Pharma	26.80	\$33,396.00
005 Fee Applications	6.70	\$3,150.00
Total	33.5	\$36,546.00
20% Fee Holdback		\$6,709.20
80% of Fees		\$26,836.80
Plus Expenses		\$71.80
Requested Amount		\$29,908.60

EXHIBIT B

SERVICES RENDERED BY

KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.

COMMENCING APRIL 1, 2023 THROUGH APRIL 30, 2023

Summary of Hours and Fees by Professional

Name of Professional	Position/Year Admitted to Practice/Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Matthew J. Gold	Partner 1983 Bankruptcy	\$1,250	24.8	\$31,000.00
Robert L. Berman	Partner 1978 Securities and Corporate Finance	\$1,280	3.5	\$4,480.00
Caroline James	Paralegal Corporate Funds	\$205	3.9	\$799.50
Ellie Taylor	Paralegal Litigation & Risk Management	\$205	1.3	\$266.50
Total Fees Requested				\$36,546.00

EXHIBIT C

**ACTUAL AND NECESSARY COSTS INCURRED BY
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.
COMMENCING APRIL 1, 2023 THROUGH APRIL 30, 2023**

EXPENSE	AMOUNT
Bloomberg Law Fees	\$71.80
Total Expenses	\$71.80

EXHIBIT D

Time Entries for Each Professional by Task Code (Invoices)

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: May 18, 2023
Invoice Number: 119559
Matter Number: 7263-0001

Client: State of Washington
Matter: Purdue Pharma

For professional services rendered through April 30, 2023

Currency: USD

Fees 33,396.00

Costs 71.80

Total Due This Invoice \$33,467.80

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Please Remit to:	Mail To: Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	Wire Instructions: Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)
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Client: State of Washington
Matter: Purdue Pharma

Invoice Date: May 18, 2023
Invoice Number: 119559
Matter Number: 7263-0001

Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
04/03/2023	Matthew J. Gold	Revising outline regarding Boy Scouts decision	1.20	1,250.00	1,500.00
04/04/2023	Matthew J. Gold	Reviewing and exchanging emails with J. Rupert regarding Purdue appeal	0.30	1,250.00	375.00
04/05/2023	Matthew J. Gold	Preparing email to J. Rupert regarding Voyager appeal; revising outline regarding same	3.20	1,250.00	4,000.00
04/05/2023	Ellie Taylor	Circulating requested materials; confirming hearing registration	0.20	205.00	41.00
04/07/2023	Matthew J. Gold	Preparing email to J. Rupert regarding Bartenwerfer decision; revising outline regarding same	2.30	1,250.00	2,875.00
04/10/2023	Matthew J. Gold	Revising email to J. Rupert regarding Bartenwerfer decision; revising outline regarding same	1.70	1,250.00	2,125.00
04/11/2023	Matthew J. Gold	Monitoring Second Circuit oral argument in Voyager; preparing email to J. Rupert regarding oral argument and subsequent decision; revising outline regarding same	2.40	1,250.00	3,000.00
04/12/2023	Matthew J. Gold	Conferring regarding potential Second Circuit outcomes; revising outline regarding same	1.30	1,250.00	1,625.00
04/12/2023	Robert Berman	Conferring regarding timing of next steps and alternative paths depending on outcome of appeal	1.00	1,280.00	1,280.00
04/14/2023	Matthew J. Gold	Reviewing notice regarding Judge Drain; exchanging emails with J. Abrams regarding case status; exchanging emails regarding staffing management	0.30	1,250.00	375.00
04/17/2023	Matthew J. Gold	Conferring regarding upcoming matters; revising outline regarding same	0.80	1,250.00	1,000.00
04/18/2023	Matthew J. Gold	Exchanging emails with J. Ruppert regarding discussions with other states	0.20	1,250.00	250.00
04/18/2023	Robert Berman	Checking for updates on status of appeal in the 2nd circuit	0.50	1,280.00	640.00

Client: State of Washington
Matter: Purdue Pharma

Invoice Date: May 18, 2023
Invoice Number: 119559
Matter Number: 7263-0001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
04/19/2023	Matthew J. Gold	Preparing outline for discussion with J. Rupert; conferring with J. Rupert regarding concerns of the Nine; reviewing Sears decision	2.40	1,250.00	3,000.00
04/20/2023	Robert Berman	Conferring regarding status	0.40	1,280.00	512.00
04/25/2023	Matthew J. Gold	Monitoring omnibus hearing; preparing email to J. Rupert regarding same; conferring regarding same; reviewing appellant letter to Second Circuit clerk; exchanging emails with I. Goldman regarding same	2.60	1,250.00	3,250.00
04/25/2023	Robert Berman	Reviewing motion regarding sale of assets; conferring regarding motion and various scenarios that could arise depending on outcome of appeal	1.60	1,280.00	2,048.00
04/26/2023	Matthew J. Gold	Reviewing reports on hearing and letter to clerk; preparing email to J. Rupert regarding same; conferring regarding same; exchanging emails with I. Goldman regarding same	1.70	1,250.00	2,125.00
04/28/2023	Matthew J. Gold	Revising email to J. Rupert regarding Supreme Court cases	1.40	1,250.00	1,750.00
04/30/2023	Matthew J. Gold	Revising email to J. Rupert regarding recent Supreme Court bankruptcy decisions	1.30	1,250.00	1,625.00
Total			26.80		\$33,396.00

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ellie Taylor	0.20	205.00	41.00
Matthew J. Gold	23.10	1,250.00	28,875.00
Robert Berman	3.50	1,280.00	4,480.00
Total	26.80		\$33,396.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
04/01/2023	Bloomberg Law - Inv#120230301 02/01/23-02/28/23 (BNA)	1.00	68.86

Client: State of Washington
Matter: Purdue Pharma

Invoice Date: May 18, 2023
Invoice Number: 119559
Matter Number: 7263-0001

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
04/25/2023	Bloomberg Industry Group, Inc. - Inv# 6888401712- 4/10/23 Docket Track -3/1/23-3/31/23	1.00	2.94
Total			\$71.80

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: May 18, 2023
Invoice Number: 119559
Matter Number: 7263-0001

REMITTANCE COPY

Purdue Pharma

<u>Invoice Date</u>	<u>Invoice Number</u>	<u>Invoice Total</u>	<u>Payments</u>	<u>Balance Due</u>
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Current Invoice

05/18/2023	119559			<u>\$33,467.80</u>
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Please Remit to:	Mail To: <i>Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110</i>	Wire Instructions: <i>Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)</i>
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Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: May 18, 2023
Invoice Number: 119589
Matter Number: 7263-0005

Client: State of Washington
Matter: Fee applications

For professional services rendered through April 30, 2023

Currency: USD

Fees 3,150.00

Total Due This Invoice \$3,150.00

Please Remit to:	Mail To: Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	Wire Instructions: Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)
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Client: State of Washington
Matter: Fee applications

Invoice Date: May 18, 2023
Invoice Number: 119589
Matter Number: 7263-0005

Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
04/13/2023	Matthew J. Gold	Reviewing time records for reimbursement request; exchanging emails regarding same	0.40	1,250.00	500.00
04/14/2023	Matthew J. Gold	Exchanging emails regarding lack of objections to fee statement; exchanging emails with C. MacDonald regarding same	0.30	1,250.00	375.00
04/14/2023	Ellie Taylor	Preparing language regarding passage of objection deadline for Thirteenth Monthly Fee Statement; conferring regarding schedule for future Fee Statement filings	0.70	205.00	143.50
04/17/2023	Ellie Taylor	Conferring regarding timing of monthly fee statements	0.10	205.00	20.50
04/18/2023	Ellie Taylor	Conferring regarding preparation of monthly statement	0.10	205.00	20.50
04/19/2023	Matthew J. Gold	Conferring regarding monthly statement	0.20	1,250.00	250.00
04/19/2023	Caroline James	Drafting Fourteenth Monthly Fee Statement	0.40	205.00	82.00
04/20/2023	Matthew J. Gold	Reviewing draft monthly statement; conferring regarding same and e-filing	0.80	1,250.00	1,000.00
04/20/2023	Ellie Taylor	Conferring regarding fee statement questions	0.20	205.00	41.00
04/20/2023	Caroline James	Drafting Fourteenth Monthly Fee Statement	3.00	205.00	615.00
04/21/2023	Caroline James	Drafting Fourteenth Monthly Fee Statement	0.50	205.00	102.50
Total			6.70		\$3,150.00

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline James	3.90	205.00	799.50
Ellie Taylor	1.10	205.00	225.50
Matthew J. Gold	1.70	1,250.00	2,125.00
Total	6.70		\$3,150.00

Kleinberg Kaplan Wolff & Cohen P.C.
500 Fifth Avenue
New York, NY 10110

State of Washington
SAAG Administrator
Email: SAAG@atg.wa.gov
cc: Washington State Attorney General's Office
Complex Litigation Division
800 Fifth Avenue, Suite 2000
Seattle, WA 98104

Invoice Date: May 18, 2023
Invoice Number: 119589
Matter Number: 7263-0005

REMITTANCE COPY

Fee applications

<u>Invoice Date</u>	<u>Invoice Number</u>	<u>Invoice Total</u>	<u>Payments</u>	<u>Balance Due</u>
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Current Invoice

05/18/2023	119589			<u>\$3,150.00</u>
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